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GOOGLE INC.

12 UNITED STATES DISTRICT COURT
13
14 NORTHERN DISTRICT OF CALIFORNIA
15
16 SAN FRANCISCO DIVISION

15 ORACLE AMERICA, INC.,
16
17 Plaintiffs,
18 v.
19 GOOGLE INC.,
20 Defendant.

Case No. 3:10-cv-03561 WHA

**DECLARATION OF RENNY HWANG IN
SUPPORT OF ORACLE'S
ADMINISTRATIVE MOTIONS TO SEAL
[DKT NOS. 1550, 1554, AND 1563]
MOTIONS IN LIMINE AND
CORRESPONDING EXHIBITS**

21 Dept. Courtroom 8, 19th Fl.
22 Judge: Hon. William Alsup

1 I, RENNY HWANG, declare as follows:

2 1. I am an attorney employed by Google Inc. (“Google”), where I have served as
 3 senior litigation counsel for the last six years. My job responsibilities include, but are not limited
 4 to, supervising our outside counsel in connection with litigation matters (such as this one), as well
 5 as familiarizing myself with the areas of Google’s businesses and documentation concerning
 6 those businesses as they related to litigation matters under my supervision. I submit this
 7 declaration in support of Oracle’s Administrative Motion to File Under Seal Manually Filed
 8 Exhibits to Declaration of Andrew D. Silverman [Dkt. No. 1550], Oracle’s Motion to File Under
 9 Seal Portions of Oracle’s Motion in Limine #4 re: Google’s Damages Expert [Dkt. No. 1554],
 10 and Oracle’s Administrative Motion to File Under Seal Exhibits to Silverman Declaration in
 11 Support of Oracle’s Motions in Limine [Dkt. No. 1563] (collectively, “Oracle’s Motions to
 12 Seal”). I have knowledge of the facts set forth herein, and if called upon as a witness, I could
 13 testify to them competently under oath.

14 2. I have reviewed the exhibits listed in Oracle’s Administrative Motion to File
 15 Under Seal Manually Filed Exhibits to Declaration of Andrew D. Silverman [Dkt. No. 1550].

16 A. Exhibit 4 to the Declaration of Andrew D. Silverman is the Rebuttal Expert
 17 Report of Dr. Gregory K. Leonard [Corrected] dated March 10, 2016 (“Exhibit 4”); Exhibit 9 is a
 18 copy of the Expert Report of Dr. Itamar Simonson and corresponding exhibits (“Exhibit 9”);
 19 Exhibit 30 is excerpts of the deposition transcript of Dr. James Malackowski, dated March 17,
 20 2016 (“Exhibit 30”); and Exhibit 31 is excerpts of the deposition transcript of Dr. Gregory
 21 Leonard, dated March 11, 2016 (Exhibit 31”). The following portions of Exhibits 4, 30, and 31
 22 contain Google’s extremely confidential and commercially sensitive Android-related financial
 23 information:

24 • **Exhibit 4:**

- 25 ○ p. 8, second bulleted paragraph: revenue and financial condition which
- 26 are not public.
- 27 ○ p. 9, second bulleted paragraph: revenue and financial condition which
- 28 are not public.

- p. 10, first bulleted paragraph: revenue and financial condition which are not public.
- p. 21 ¶33 and fn. 41: revenue and financial condition which are not public.
- p. 24, fn. 61: revenue and financial condition, including legal expenses, which are not public.
- p. 26 ¶ 48: revenue and financial condition which are not public.
- p. 28 ¶ 52: revenue and financial condition which are not public.
- p. 34 ¶ 65: revenue and financial condition which are not public.
- p. 94 ¶ 198: revenue and financial condition which are not public.
- p. 97 ¶ 201: revenue and financial condition which are not public.
- p. 98 ¶ 204: revenue and financial condition which are not public.
- Ex. 1a.1: revenue, profit and expenses information which are not public contained in columns 2013-2015, total.
- Ex. 1a.1 Notes: legal expense information which is not public.
- Ex. 1a.2: revenue, profit and expenses information which are not public contained in columns 2013-2015, total.
- Ex. 1a.2 Notes: legal expense information which is not public.
- Ex. 1a.3: revenue, profit and expenses information which are not public contained in columns 2013-2015, total.
- Ex. 1a.3: legal expense information which is not public.
- Ex. 1a.4: revenue, profit and expenses information which are not public.
- Ex. 1a.4 Notes: financial numbers and figures which are not public.
- Ex. 1b: revenue, profit and expenses information which are not public contained in columns 2013-2015, total.
- Ex. 1b Notes: financial numbers and figures which are not public

- Ex. 1c: revenue, profit and expenses information which are not public contained in columns 2013-2015, total.
- Ex. 1d: revenue and expenses information which are not public contained in columns 2013-2014, total.
- Ex. 1d: revenue and expenses information which are not public contained in columns 2011-2012 for Google Advertising TAC, Google Advertising Revenue and Google Advertising TAC (% of Revenue).
- Ex. 1e: financial expenses information which are not public contained in columns 2009-2015, total (not including R&D Google Headcount).
- Ex. 1f: profit and loss information which are not public contained in columns 2011-2015, total.
- Ex. 1g: revenue and financial condition, which are not public for Q1-QX 2015.
- Ex. 3d.1: revenue, profit and expenses information which are not public contained in columns 2013-2015, total.
- Ex. 3d.1 Notes: financial numbers which are not public.
- Ex. 3d.2: revenue, profit and expenses information which are not public contained in columns 2013-2015.
- Ex. 3d.3: revenue, profit and expenses information which are not public contained in columns 2012-2015.
- Ex. 3d.4: revenue information which is not public contained in columns (a)-(f).
- Ex. 3e: profit information which is not public contained in rows for Android Profit to Android-Related Profit (Apportioned to the 37 API Packages).
- **Exhibit 30:**
 - 179:19: between “2014,” and “But”.
 - 179:21: between “operators” and “If”.

1 • **Exhibit 31:**

- 2 ○ 60:7: after “of” and after “be”.
- 3 ○ 60:9: before “dollar”.

4 Google does not publicly allocate revenue or profits to Android separate and apart from

5 Google’s general business. Accordingly, Google considers the non-public financial data

6 identified above to be highly sensitive, and public disclosure of that information could have

7 significant negative effects on Google’s business. Google only seeks to seal the specific numbers

8 and percentages contained in the above listed passages.

9 B. In addition, the following portions of Exhibits 4, 30, and 31 contain

10 sensitive information related to Google’s agreement with third parties.

11 • **Exhibit 4:**

- 12 ○ p. 27 ¶ 51: revenue and financial condition which are not public.
- 13 ○ p. 33 ¶¶ 63-64: revenue and financial condition which are not public.
- 14 ○ Ex. 1a.3: revenue and agreement terms which are not public contained
- 15 in rows for iPhone Recapture Adjustment and Profit.
- 16 ○ Ex. 1b: revenue and agreement terms which are not public contained in
- 17 rows for Diversion Ratio, Search Share and iPhone Recapture
- 18 Adjustment.
- 19 ○ Ex. 3d.1: revenue and agreement terms which are not public contained
- 20 in rows for Diversion Ratio, iPhone Offset, and Net Loss of Profit.
- 21 ○ Ex. 3d.2: revenue and agreement terms which are not public contained
- 22 in rows for Ad Revenue Diversion Ration (from Android to iOS).
- 23 ○ Ex. 3d.3: revenue and agreement terms which are not public contained
- 24 in rows for Diversion Ratio (Android to iOS).

25 • **Exhibit 30:**

- 26 ○ 179:23, between “it’s” and “of”.
- 27 ○ 179:24.
- 28

1 The information relating to third-party agreements that is quoted, discussed, and/or
 2 summarized in the passages above is subject to stringent confidentiality requirements contained
 3 within the relevant agreement. Indeed, Google places strict limits on who has access to the terms
 4 of these agreements to ensure confidentiality is retained. Also, Google does not disclose this
 5 information to the public. Public disclosure of this information could severely and adversely
 6 impact Google's ability to negotiate, among other things, similar terms with other third parties in
 7 connection with similar agreements now or in the future. Google only seeks to seal the specific
 8 numbers and terms in the above listed portions.

9 C. **Exhibit 9** is a copy of the Expert Report of Dr. Itamar Simonson and
 10 corresponding exhibits. *See* Dkt. No. 1566. Exhibits D, G, and I were manually filed, and Oracle
 11 filed a corresponding Motion to Seal these manually filed exhibits. *See* Dkt. No. 1563. Exhibit D
 12 contains the personal identifying information of over 5,000 application developers, including
 13 names, addresses, phone numbers, and email addresses.

14 3. I have also reviewed the material listed in Oracle's Motion to File Under Seal
 15 Portions of Oracle's Motion in Limine #4 re: Google's Damages Expert ("Oracle's MIL #4")
 16 [Dkt. No. 1554]. The following portions of **Oracle's Motion in Limine #4** contain information
 17 derived from the confidential terms of Google's agreement with third parties:

- 18 • 7:7: revenue and agreement terms which are not public.
- 19 • 7:20: revenue and agreement terms which are not public.
- 20 • 10:12: revenue and agreement terms which are not public.
- 21 • 10:21: revenue and agreement terms which are not public.

22 The information relating to third-party agreements that is quoted, discussed, and/or
 23 summarized in the passages above is subject to stringent confidentiality requirements contained
 24 within the relevant agreement. Indeed, Google places strict limits on who has access to the terms
 25 of these agreements to ensure confidentiality is retained. Also, Google does not disclose this
 26 information to the public. Public disclosure of this information could severely and adversely
 27 impact Google's ability to negotiate, among other things, similar terms with other third parties in
 28

1 connection with similar agreements now or in the future. Google only seeks to seal the specific
2 numbers and terms in the above listed portions.

3 4. The selected portions of Exhibits 4, 9, 30, and 31 and Oracle's Motion in Limine
4 #4 identified above should therefore be filed under seal.

5 I declare under penalty of perjury under the laws of the State of California that the
6 foregoing is true and correct to the best of my knowledge.

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8 Executed this 28th day of March, 2016 at Los Altos, California.

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10
11 By: 

12 RENNY HWANG
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